

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																																															
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL																																															
CONVEYING PARTY DATA																																																
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Name:	Kellogg North America Company																																															
Street Address:	One Kellogg Square																																															
City:	Battle Creek																																															
State/Country:	MICHIGAN																																															
Postal Code:	49016-3599																																															
Entity Type:	CORPORATION: DELAWARE																																															
PROPERTY NUMBERS Total: 16																																																
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TRADEMARK
REEL: 003136 FRAME: 0571

Serial Number:	78423725	JUICERS
Serial Number:	78543450	FRUIT JUICERS

CORRESPONDENCE DATA

Fax Number: (248)641-0270

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: docketingtm@hdp.com

Correspondent Name: Lisabeth H. Coakley

Address Line 1: 5445 Corporate Drive

Address Line 2: Suite 400

Address Line 4: Troy, MICHIGAN 48098

NAME OF SUBMITTER:	Lisabeth H. Coakley
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Signature:	/lhc/
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Date:	08/08/2005
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Total Attachments: 4

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ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is entered this 26th day of June, 2005, by and between Kraft Foods Holdings, Inc., a Delaware corporation, located and doing business at Three Lakes Drive, Northfield, Illinois 60093-2753 ("Kraft"), and Kellogg North America Company, a Delaware corporation, located and doing business at One Kellogg Square, Battle Creek, Michigan 49016-3599 ("KNAC").

WHEREAS, Kraft Foods Global, Inc. ("KFGI") and Kellogg Company ("Kellogg") are parties to that certain Asset Purchase Agreement dated as of March 31, 2005 (the "Purchase Agreement"), pursuant to which Kellogg has agreed to purchase certain assets of Kraft, and Kraft has agreed to cause the same to be transferred, assigned and sold to Kellogg;

WHEREAS, Kraft owns all right, title and interest in and to and is the sole and exclusive owner of the United States trademarks and trademark registrations and applications for trademark registrations listed on Schedule A, attached hereto and incorporated herein (collectively, the "Marks"), as well as the good will of the business associated with the Marks; and

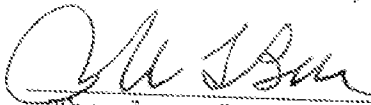
WHEREAS, pursuant to the Agreement, KFGI agreed to cause Kraft to assign and transfer to Kellogg or one of its affiliates, as successor to the business of KFGI to which the Marks relate, all of Kraft's right, title and interest in and to the Marks and associated good will, and KNAC is desirous of acquiring the same.

NOW, THEREFORE, for the foregoing recited consideration and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Kraft, as sole and exclusive owner, does hereby assign, sell and transfer to KNAC all of its right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the right to sue for past infringement thereof, the registrations and applications for registration therefor, and all the benefits of the Marks. Kraft does further consent to the recordation of this assignment by KNAC in the United States Patent and Trademark Office.

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IN WITNESS WHEREOF, Kraft has executed this Assignment as of the date first written above.

KRAFT FOODS HOLDINGS, INC.

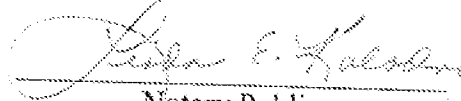
By: 
Theodore L. Banks

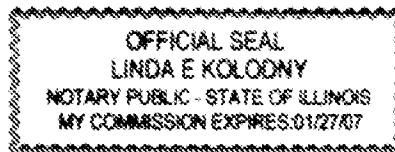
Title: Vice President,
Assistant Secretary
and Attorney-in-Fact

Signature Page
to
Assignment of Trademarks

State of: Illinois)
County of: Cook)

On this 26th day of June, 2005, before me appeared Theodore L. Banks, the person who signed this instrument on behalf of Kraft Foods Holdings, Inc. who acknowledged that he/she signed it on behalf of Kraft Foods Holdings, Inc. as V.P. / Asst Secy / Adm. in Charge of Kraft Foods Holdings, Inc. and pursuant to authority duly received.


Notary Public



SCHEDULE A

TRADEMARK	REG (APPL) NUMBER
THE ROLL	1,900,238
SHARK WAVE	2,232,843
MVP SPORTS	2,221,677
BE MY VALENTINE	2,352,626
A FACE FULL OF FUN	2,427,373
GALACTIC WATERMELON	2,380,041
GALACTIC BERRY	2,358,690
MEGA-DUALS	2,520,244
WACKY FACES	2,515,518
JUMBLERS	2,515,519
GAMESTERS	2,573,741
DIZZY DINOS	2,626,607
VALENTINE PALS	2,626,655
EXTREME WAVE FRUIT ROLLS	2,712,148
JUICERS	(78-423725)
FRUIT JUICERS	(78-543450)